

Fill in this information to identify the case:

Debtor name Builders Direct Sales Group LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 23-30745

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply.

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:	From <u>01/01/2023</u> to <u>MM/DD/YYYY</u>	Filing date	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	<u>\$738,646.29</u>
For prior year:	From <u>01/01/2022</u> to <u>12/31/2022</u> <u>MM/DD/YYYY</u>	<u>MM/DD/YYYY</u>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	<u>\$9,841,000.00</u>
For the year before that:	From <u>01/01/2021</u> to <u>12/31/2021</u> <u>MM/DD/YYYY</u>	<u>MM/DD/YYYY</u>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	<u>\$18,653,092.00</u>

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer Check all that apply
3.1. <u>See Attached</u> Creditor's name _____			<input type="checkbox"/> Secured debt
Street _____			<input type="checkbox"/> Unsecured loan repayments
City _____ State _____ ZIP Code _____			<input type="checkbox"/> Suppliers or vendors
			<input type="checkbox"/> Services
			<input type="checkbox"/> Other _____

BUILDER DIRECT SALES GROUP LLC
Transaction Report
January - April, 2023

Date	Transaction Type	Adj	Name	Account	Split	Amount
01/13/2023	Credit Card Payment	No	amex	Independent Financial - Operating - 7414	American Express	(63,222.45)
02/14/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(20,000.00)
01/23/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(14,616.01)
03/24/2023	Expense	No	Amex	Independent Financial - Operating - 7414	American Express	(7,977.45)
04/02/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(5,200.00)
01/03/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(3,000.00)
04/03/2023	Expense	No	Amex	Independent Financial - Operating - 7414	Officer Compensation	(1,406.00)
01/24/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(452.06)
02/21/2023	Expense	No	Amex	Independent Financial - Operating - 7414	American Express	(326.26)
01/04/2023	Credit Card Payment	No	Amex	Independent Financial - Operating - 7414	American Express	(3,000.00)
amex Total						(119,200.23)
01/12/2023	Expense	No	Blue Cross Blue Shield	Independent Financial - Operating - 7414	Health Insurance	(12,848.88)
02/02/2023	Expense	No	Blue Cross Blue Shield	Independent Financial - Operating - 7414	Health Insurance	(11,197.33)
03/06/2023	Expense	No	Blue Cross Blue Shield	Independent Financial - Operating - 7414	Health Insurance	(11,197.33)
04/04/2023	Expense	No	Blue Cross Blue Shield	Independent Financial - Operating - 7414	Health Insurance	(10,460.04)
Blue Cross Blue Shield Total						(45,703.58)
02/08/2023	Expense	No	Carrier	Independent Financial - Operating - 7414	Materials	(7,372.10)
Carrier Total						(7,372.10)
02/06/2023	Expense	No	Chubb	Independent Financial - Operating - 7414	Insurance - Gen. Liability	(35,640.35)
03/07/2023	Expense	No	Chubb	Independent Financial - Operating - 7414	Insurance - Gen. Liability	(2,475.65)
Chubb Total						(38,116.00)
03/16/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Meals	(6,861.71)
01/11/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(2,051.83)
02/15/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(1,073.31)
04/17/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(1,060.32)
04/10/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(964.20)
03/16/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Meals	(911.50)
04/17/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(644.64)
03/16/2023	Expense	No	Denton Country Club	Independent Financial - Operating - 7414	Dues and Subscriptions	(625.47)
Denton Country Club Total						(14,192.98)
02/13/2023	Expense	No	First Ind	Independent Financial - Operating - 7414	Rent - Warehouse	(9,215.19)
04/11/2023	Expense	No	First Industrial	Independent Financial - Operating - 7414	Rent - Warehouse	(11,410.00)
03/29/2023	Expense	No	First Industrial	Independent Financial - Operating - 7414	Rent - Warehouse	(10,647.85)
01/10/2023	Expense	No	First Industrial	Independent Financial - Operating - 7414	Rent - Warehouse	(8,737.99)
03/08/2023	Expense	No	First Industrial	Independent Financial - Operating - 7414	Rent - Warehouse	(9,652.08)
First Industrial Total						(49,663.11)
01/24/2023	Expense	No	Hardware Supplies	Independent Financial - Operating - 7414	Materials	(30,183.71)
01/11/2023	Expense	No	Hardware Supplies	Independent Financial - Operating - 7414	Materials	(22,787.66)
Hardware Supplies Total						(52,971.37)
03/29/2023	Expense	No	J Eric Reed Attorney at Law	Independent Financial - Operating - 7414	Legal Fees	(7,500.00)
J Eric Reed Attorney at Law Total						(7,500.00)
03/13/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(7,000.00)
02/21/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,275.99)
04/11/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,275.99)
02/08/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,522.26)
03/06/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,522.26)
04/03/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,522.26)
01/19/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,275.99)
03/13/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,275.99)
04/17/2023	Expense	No	JAMES COOK	Independent Financial - Operating - 7414	Officer Compensation	(1,220.08)
JAMES COOK Total						(17,890.82)
03/16/2023	Expense	No	Johnstone Supply	Independent Financial - Operating - 7414	Materials	(17,110.48)
Johnstone Supply Total						(17,110.48)
01/10/2023	Expense	No	Jones Sign	Independent Financial - Operating - 7414	Rent - Building	(5,923.49)
02/13/2023	Expense	No	Jones Sign	Independent Financial - Operating - 7414	Rent - Building	(5,923.49)
03/02/2023	Expense	No	Jones Sign	Independent Financial - Operating - 7414	Rent - Building	(5,923.49)
04/03/2023	Expense	No	Jones Sign	Independent Financial - Operating - 7414	Rent - Building	(5,923.49)
Jones Sign Total						(23,693.96)
04/26/2023	Expense	No	Matco Air & Heat	Independent Financial - Operating - 7414	Warranty Labor	(12,790.00)
04/10/2023	Expense	No	Matco Air & Heat	Independent Financial - Operating - 7414	Warranty Reimbursement	(10,490.00)
03/07/2023	Expense	No	Matco Air & Heat	Independent Financial - Operating - 7414	Warranty Labor	(595.00)
Matco Air & Heat Total						(23,875.00)
03/22/2023	Check	No	Mattamy	Independent Financial - Operating - 7414	Overpayment Refund	(35,396.63)
Mattamy Total						(35,396.63)
01/04/2023	Expense	No	Paycom	Independent Financial - Operating - 7414	Payroll Expense	(33,647.09)
01/18/2023	Expense	No	Paycom	Independent Financial - Operating - 7414	Payroll Expense	(33,521.05)

Debtor **Builders Direct Sales Group LLC**
Name

Case number (if known) **23-30745**

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or co-signed by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None

	Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1.	TECS	3/10/22	\$20,169.28	
	Insider's name	3/15/23		
	Street	1/14/23		
	City	State	ZIP Code	

Relationship to debtor

Son-in-law's business

	Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.2.	Kim Cook	6/27/22	\$8,000.00	Bonus
	Insider's name			
	Street			
	City	State	ZIP Code	

Relationship to debtor

	Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.3.	James Cook	3/13/23	\$7,000.00	Distribution
	Insider's name			
	Street			
	City	State	ZIP Code	

Relationship to debtor

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Debtor Builders Direct Sales Group LLC Case number (if known) 23-30745
Name

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity--within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Motili, Inc. v. Builders Direct Sales Group, et al	Breach of contract	61st District, Harris County, Texas	<input checked="" type="checkbox"/> Pending
		Name	<input type="checkbox"/> On appeal
		Street	<input type="checkbox"/> Concluded
Case number		City	State ZIP Code
2023-10945			

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Debtor Builders Direct Sales Group LLC Case number (if known) 23-30745
Name

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<u>Spector & Cox, PLLC</u>	Retainer: \$25,000 Filing Fee :\$1,738	3/14/23	\$26,738.00
	Address			
	<u>12770 Coit Road, St 850</u>			
	Street			
	<u>Dallas TX 75251</u>			
	City State ZIP Code			
	Email or website address			
	<u></u>			
	Who made the payment, if not debtor?			
	<u></u>			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None

13. Transfers not already listed on this statement

List any transfers of money or other property--by sale, trade, or any other means--made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Debtor **Builders Direct Sales Group LLC**
Name

Case number (if known) **23-30745**

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- ☐ diagnosing or treating injury, deformity, or disease, or
- ☐ providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- ☒ No.
☐ Yes. State the nature of the information collected and retained _____

Does the debtor have a privacy policy about that information?

- ☐ No.
☐ Yes.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
☒ Yes. Does the debtor serve as plan administrator?
☐ No. Go to Part 10.
☒ Yes. Fill in below:

Name of plan

Employer Identification number of the plan

401k- Plan #PLN19004

EIN: 8 3 - 2 1 9 5 8 2 3

Has the plan been terminated?

- ☒ No
☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts, certificates of deposit, and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- ☒ None

Debtor **Builders Direct Sales Group LLC**
Name

Case number (if known) **23-30745**

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law?

Include settlements and orders.

- ☒ No
☐ Yes. Provide details below.

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No
☐ Yes. Provide details below.

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
☐ Yes. Provide details below.

Debtor **Builders Direct Sales Group LLC**
Name

Case number (if known) **23-30745**

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

	Name and address	Dates of service
26a.1.	Brenda Moore Name Street City State ZIP Code	From 2019 To 2021
26a.2.	Ayona Cambell Name Street City State ZIP Code	From 2021 To 2021
26a.3.	Abbey Frank Name Street City State ZIP Code	From 2021 To 3/2023
26a.4.	Shannon Adams, CPA Name Street City State ZIP Code	From To current

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

Debtor **Builders Direct Sales Group LLC** Case number (if known) **23-30745**
Name

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No.

☐ Yes. Give the details about the two most recent inventories.

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
James B. Cook	1402 Winston Dr. Corinth, TX 76210	President and Sole Shareholder	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No

☐ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
------	---------	-------------------------------------	---

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No

☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
-------------------------------	--	-------	--------------------------------

30.1. See response to SOFA #4

Name

Street

City State ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No

☐ Yes. Identify below.

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No

☐ Yes. Identify below.

Debtor Builders Direct Sales Group LLC
Name

Case number (if known) 23-30745

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/15/2023
MM / DD / YYYY

X /s/ James Cook

Printed name James Cook

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Manager

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes